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Counsel for Buffalo Technology (USA), Inc.

**IN THE UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

| | | | |
|--|---|-------------------------|------------------------|
| In re: |) | Case No. 08-35653 (KRH) | |
| CIRCUIT CITY STORES, INC. et al., | |) | Chapter 11 |
| Debtors. | |) | (Jointly Administered) |
| <hr/> | | | |
| ALFRED H. SIEGEL, AS TRUSTEE OF THE CIRCUIT CITY STORES, INC. LIQUIDATING TRUST, | |) | Adv. Pro. No. 10-03745 |
| Plaintiff, | |) | |
| v. | |) | |
| BUFFALO TECHNOLOGY (USA), INC. AND THE NATIONAL UNION FIRE INSURANCE COMPANY OF PITTSBURGH, PA, | |) | |
| Defendants. | |) | |
| <hr/> | | | |

MOTION FOR WITHDRAWAL AND FOR SUBSTITUTION OF COUNSEL

Baker & Hostetler LLP, pursuant to Local Bankruptcy Rule 2090-1(G), files this Motion
(the “Motion”) for an Order allowing the withdrawal of Ambika J. Biggs as counsel of record

herein for Buffalo Technology (USA), Inc. ("Buffalo"), a creditor and defendant in the above-captioned cases, and the substitution of Dena S. Kessler as counsel therefor, and in support thereof states as follows:

1. Ambika J. Biggs, Donald A. Workman, Christopher J. Giaimo and Baker & Hostetler LLP entered their appearances (Doc. No. 9963) on behalf of Buffalo on February 11, 2011. Baker & Hostetler LLP requests that this Court allow the withdrawal of Ms. Biggs as counsel of record to Buffalo and the substitution of Dena S. Kessler, an attorney at Baker & Hostetler LLP, as counsel of record for Buffalo in these cases. Mr. Workman and Mr. Giaimo will continue representing Buffalo.

2. Pursuant to Local Rule 2090-1(G), Buffalo has been notified of Ms. Biggs' withdrawal.

3. Upon entry of an Order approving the relief requested in the Motion, Baker & Hostetler LLP will file an amended entry of appearance in these cases on behalf of Buffalo.

WHEREFORE, Baker & Hostetler LLP respectfully requests that this Court (i) grant the Motion; (ii) allow the withdrawal of Ambika J. Biggs as counsel of record for Buffalo Technology (USA), Inc. and the substitution of Dena S. Kessler as counsel therefore; and (iii) grant such other and further relief as this Court deems just and proper.

Dated: March 25, 2011
Washington, DC

BAKER & HOSTETLER LLP

/s/ Dena S. Kessler
Dena S. Kessler (VA 78680)
Baker & Hostetler LLP
1050 Connecticut Avenue, N.W., Suite 1100
Washington, D.C. 20036
Telephone: (202) 861-1500
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CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on the 25th of March 2011, I caused a copy of the foregoing MOTION FOR WITHDRAWAL AND FOR SUBSTITUTION OF COUNSEL to be served either via electronic mail to all parties receiving service through the Court's ECF system, and otherwise electronically, or by first-class mail, postage prepaid, to those persons noted below:

Lynn L. Tavenner, Esq.
Paula S. Beran, Esq.
Tavenner & Beran, PLC
20 North Eighth Street, Second Floor
Richmond, VA 23219

Nicholas J. Panarella, Esq.
Martin A. Krolewski, Esq.
Kelley Drye & Warren LLP
101 Park Avenue
New York, NY 10178

- and -

Jeffrey N. Pomerantz, Esq.
Andrew W. Caine, Esq.
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Counsel to the Liquidating Trustee

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John A. Morris, Esq.
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Robert B. Van Arsdale, Esq.
Office of the United States Trustee
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701 East Broad Street, Suite 4304
Richmond, VA 23219-1888
Assistant United States Trustee

Adam L. Rosen, Esq.
David J. Mahoney, Esq.
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100 Jericho Quadrangle Ste 300
Jericho, NY 11753
Counsel to National Union Fire Insurance Company of Pittsburgh PA

/s/ Dena S. Kessler
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Baker & Hostetler LLP
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| Plaintiff, |) |
| v. |) |
| BUFFALO TECHNOLOGY (USA), INC. AND THE NATIONAL UNION FIRE INSURANCE COMPANY OF PITTSBURGH, PA, |) |
| Defendants. |) |

**[PROPOSED] ORDER GRANTING WITHDRAWAL AND
SUBSTITUTION OF COUNSEL**

Upon consideration of the Motion of Baker & Hostetler LLP for an Order allowing the withdrawal of Ambika J. Biggs as counsel of record in these cases for Buffalo Technology (USA), Inc. and the substitution of Dena S. Kessler, an attorney at Baker & Hostetler LLP, as counsel therefor, and it

APPEARING TO THE COURT that good and sufficient notice of the Motion having been provided pursuant to Local Rule 2090-1(G); and due deliberation having been had thereon and sufficient cause appearing therefore; and it appearing that the relief requested in the Motion is warranted, it is therefore

ORDERED that the relief requested in the Motion be, and is hereby is, GRANTED; and it is further;

ORDERED that the withdrawal of Ambika J. Biggs as counsel of record for Buffalo Technology (USA), Inc. be, and it hereby is, APPROVED; and it is further

ORDERED that Dena S. Kessler be and hereby is, SUBSTITUTED as counsel of record herein on behalf of Buffalo Technology (USA), Inc; and it is further

ORDERED that Donald A. Workman and Christopher J. Giaimo will continue representing Buffalo Technology (USA), Inc.

Dated: _____, 2011 _____

United States Bankruptcy Judge

Entered on Docket: _____

We ask for this:

BAKER & HOSTETLER LLP

/s/ Dena S. Kessler
Dena S. Kessler (VA 78680)
Baker & Hostetler LLP
1050 Connecticut Avenue, N.W., Suite 1100
Washington, D.C. 20036
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- and -

Jeffrey N. Pomerantz, Esq.
Andrew W. Caine, Esq.
Pachulski Stang Ziehl & Jones LLP
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Los Angeles, CA 90067
Counsel to the Liquidating Trustee

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John A. Morris, Esq.
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New York, NY 10017

Robert B. Van Arsdale, Esq.
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701 East Broad Street, Suite 4304
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Assistant United States Trustee

Adam L. Rosen, Esq.
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Counsel to National Union Fire Insurance Company of Pittsburgh PA

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